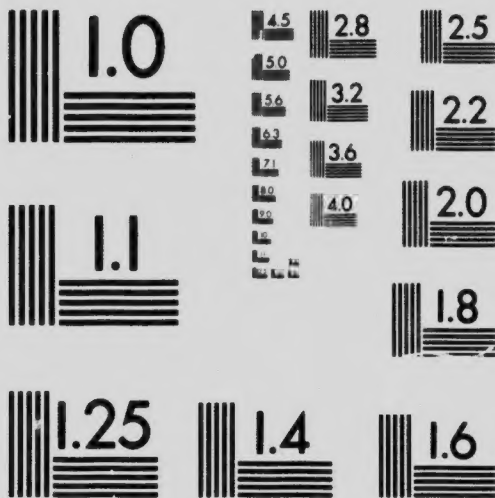




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BY-LAWS
OF THE
INDUSTRIAL EXHIBITION ASSOCIATION
OF TORONTO

WITH THE

Names of the Original Officers and Board of
Directors, also the Present Board of
Directors and Officers.

1904

MONETARY TIMES PRINT

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ORIGINAL OFFICERS:

1879.

President

JOHN J. WITHROW

Vice-Presidents

CAPT. W. F. McMASTER.

WM. RENNIE

Manager and Treasurer.

JAMES McGEE

Secretary

H. J. HILL

Solicitor

W. G. McWILLIAMS

Board of Directors

J. J. WITHROW
J. McGEE
W. F. McMASTER
W. RENNIE
A. SMITH
J. FLEMING
P. G. CLOSE
W. CHRISTIE
G. BOOTH
A. MCGREGOR

J. DAVIDS
W. H. DOEL
W. B. HAMILTON
G. LESLIE JR.
D. C. RIDOUT
JOHN HALLAM
L. R. O'BRIEN
W. H. HOWLAND
S. WILSON
R. BARBER

Industrial Exhibition Association OF TORONTO.

Officers for 1904:

Honorary President

DR. ANDREW SMITH, F.R.C.V.S.

President

MR. W. K. McNAUGHT

Vice-Presidents

MR. R. J. SCORE

MR. S. E. BRIGGS

Manager and Secretary

DR. J. O. ORR

Treasurer

MR. J. P. EDWARDS

Solicitors

MR. THOS. CASWELL, CITY SOLICITOR

Boerd of Directors

DR. A. SMITH

MR. W. K. McNAUGHT

MR. R. J. SCORE

MR. S. E. BRIGGS

MR. W. K. GEORGE

MR. GEORGE BOOTH

MR. W. E. WELLINGTON

HON. JOHN DRYDEN

ALD. SHEPPARD

MR. JOSEPH OLIVER

MR. R. Y. ELLIS

LT.-COL. J. A. MCGILLIVRAY

HIS WORSHIP MAYOR URQUHART

MR. A. F. MACLAREN, M.P.

DR. A. LYND

MR. ROBERT MILLER

MR. W. H. PUGSLEY

MR. H. R. FRANKLAND

COL. F. L. LESSARD, C.B., A.D.C.

MR. SAMUEL MCBRIDE

ALD. ROBERT FLEMING

ALD. JAMES CRANE

ALD. J. JONES

ALD. JOHN NOBLE

MR. GEORGE H. GOODERHAM

BY-LAWS

OF THE

Industrial Exhibition Association

OF TORONTO.

Revision

WHEREAS it is expedient to consolidate and revise the By-laws of the Association heretofore passed, and enact further By-laws for the good government of the Association:

THEREFORE the President, Vice-Presidents and Directors of the Industrial Exhibition Association of Toronto, pursuant to the authority vested in them by the Act of Incorporation, enact as follows:

Composition
of the Association.

1. The Association shall be composed of the persons and representatives named in the fourth section of the Act of Incorporation, as amended by 61 Vic., Cap. 54, Sec. 2, Ontario Statutes, 1898, and subsequent amendments, and such other persons and representatives as the said Board of Directors may from time to time admit to membership, under the provisions of Section 10 of the said Act. No one person shall represent more than one Association, Corporation or Society. Fifteen members of the Association

shall constitute a quorum at all general and special meetings of the Association.

2. The business year of the Association shall commence on the first day of January, and end upon the 31st day of December following of each year. The annual meeting of the Association, for the election of Directors, and for the transaction of such other business as may require to be done at such meeting, shall be held at the City Hall in the City of Toronto, on the last Tuesday in the month of February, in each and every year, at the hour of two o'clock in the afternoon. Annual Meeting

3. The Board of Directors shall consist of twenty-five members, twenty of whom shall be elected by the Association at the annual meeting thereof, and the remaining five shall consist of the Mayor of Toronto and four members of the Council of the City of Toronto, elected and appointed by the said City Council. Composition of the Board of Directors

4. A majority of the said elected Directors shall be residents of the City of Toronto, and seven Directors shall constitute a quorum of the Board of Directors for the transaction of business at any meeting of the said Board. Quorum

5. The election of Directors shall be by ballot. Nominations for Directors shall be made in writing with the consent of the nominee in writing, signed by the nominator and nominee, respectively, and received by the Secretary of the Association during the week preceding the date of the annual meeting, and not later than 12 o'clock noon of Saturday prior to the date of election. Nomination and Election of Directors

6. For each annual meeting the Secretary shall prepare a ballot printed on white paper containing the names in Ballot

alphabetical order of those members of the Association eligible to be elected Directors, for whom he has written nominations as above required, setting forth after the name of each nominee his resident address. The names of all persons duly nominated shall be printed in uniform style of type upon the ballot paper.

**Marking of
Ballot**

7. The marking of ballots shall consist in the voter marking an "X" opposite the name of each person he votes for. Any ballot having a greater number of names thus marked than the required number of Directors to be elected will be a spoiled ballot and will not be counted.

**No. of Direct-
ors to be
elected**

8. The maximum number of Directors to be elected shall be plainly printed at the top of each ballot paper for which the voter is required to vote.

**Calling of
Meeting of
Board**

9. Meetings of the Board of Directors may be called by the President, or in his absence by the first Vice-President, or in the absence of both of them by the second Vice-President, on twenty-four hours' notice; or in the event of refusal of the President or Vice-Presidents, as the case may be, by any eleven members of the Board, on forty-eight hours' notice, and when so called shall be deemed regular meetings for the transaction of any business, and the Secretary shall issue to members written or printed notice not less than twenty-four or forty-eight hours, as the case may be, of the time and place of holding such meetings, specifying in said notice the nature of the business to be transacted, so far as he may be apprised of the same.

**Election of
Officers**

10. The elective officers of the Association shall be an Honorary President, a President and two Vice-Presidents.

11. The appointed officers of the Association shall be ^{Appointed Officers} a General Manager (who may also act as Secretary), a Secretary, a Treasurer and one or more Auditors, together with such other officers as the Board of Directors may find it necessary and expedient to appoint from time to time and as occasion may require.

12. Before the appointment of any of the officers provided for in the next preceding section, the Board of Directors shall fix and determine the salary or other remuneration to be paid to each such officer, and no salary having been so fixed and determined shall be afterwards increased or diminished except at a regular meeting of the Board of Directors duly and properly called for that purpose. ^{Fixing Salaries of Appointed Officers}

13. All appointed officers of the Association shall hold office during the pleasure of the Board of Directors, unless otherwise specially agreed upon.

14. The Honorary President, the President and two ^{Election of Elective Officers} Vice-Presidents shall be elected annually at the first meeting of the new Board of Directors each year, by ballot, after being nominated, and the persons elected must receive a majority vote of all the Directors present at the meeting, only members of the Board of Directors are eligible for the election to the office of President and Vice-President. The Honorary President shall be elected from among the members of the Association who are Past Presidents. In the event of there being no Past President, the Board may elect any other member of the Association to the office.

15. The Board of Directors shall have authority to ^{Honorary and Associate Directors} appoint such number of Honorary and Associate Directors as they may deem advisable.

**Standing
Committees**

16. There shall be appointed by the Board of Directors, within one week after the annual meeting of the Association, the following standing Committees for the ensuing year:—

1. Executive Committee.
2. Committee on Horses.
3. " " Cattle.
4. " " Sheep and Swine.
5. " " Dairy Products.
6. " " Poultry and Pet Stock.
7. " " Agricultural Industries.
8. " " Manufactures and Liberal Arts.
9. " " Fine Arts and Natural History.
10. " " Grounds and Buildings.
11. " " Special Attractions.
12. " " Dogs.
13. " " Hospital and Sanitary.

and such other Committees as the Board of Directors may from time to time deem expedient and necessary. With the exception of the Executive Committee, each of these standing Committees shall, unless otherwise directed by the Board, consist of a Chairman and two other members from the Board of Directors, who shall have power to add to their number either from amongst the members or Directors of the Association, and they shall also have power to appoint a Vice-Chairman or Vice-Chairmen if deemed necessary.

**Election of
Executive**

(a) The Executive Committee shall consist of six members, four of whom shall be the Honorary President, the President and two Vice-Presidents, and two of the Board of Directors, who shall be elected by ballot at the

inaugural meeting of the Board. They shall not be nominated by the Striking Committee.

(b) The duties of the Executive shall be to prepare recommendations for Board Meetings, supervise finance, letting of contracts, advertising, transportation, reception, General Office management, to carry out and keep an accurate report of all matters referred to it by the Board. The President of the Association shall be the Chairman of this Committee, and they shall also appoint a Vice-Chairman. This Committee shall also compose the Committee on Nominations, which shall each year within one week after the annual meeting of the Association prepare a draft of the members of the various Committees for the ensuing year (except the Executive Committee, which shall be elected as provided in clause a), which report shall be presented at the inaugural meeting of the newly elected Board of Directors.

Duties of the
Executive

(c) The Agricultural Industries Committee shall include agricultural products, vegetables, horticulture, fruit, honey and apiary supplies.

Composition
of Committees

(d) The Manufactures and Liberal Arts Committee shall include agricultural implements, machinery, miscellaneous manufactures, stoves, carriages, transportation, and ladies' work.

Manufactures
Committee

(e) The Sub-Committee on Ladies' Work and Domestic Art shall consist of five persons, who, if not members of the Association, shall rank as Associate Members. They shall be a sub-committee of the Manufactures and Liberal Arts Committee and be appointed by them.

Ladies
Committee

Chairman:

(f) The Chairman of the Committees shall be appointed by the Board of Directors, and shall, unless otherwise deemed expedient by the Board, be one of the members of the said Board.

Ex-officio

(g) The President and two Vice-Presidents shall be ex-officio members of all Committees.

Pay Sheets

17. The Superintendents of the various departments on the grounds shall each certify to the pay sheets of the employees in their respective departments. These pay sheets shall be handed to the Manager for inspection and approval, and must then be signed by the Chairman of the Executive Committee (or a member of the Executive Committee properly authorized to do so by him) before being paid by the Treasurer.

Seal of the Association

18. The seal of the Association shall be under the charge of the Secretary, who shall, in conjunction with the President or Vice-Presidents, as the case may be, have power, under the general directions of the Board of Directors, to affix the same to such instruments or documents as may require it.

DUTIES OF OFFICERS.

President

19. (a) The President shall preside at all meetings of the Association and of said Board of Directors, when present, and shall perform the duties usually appertaining to such office, and in his absence such duties shall be performed by one of the Vice-Presidents, or in their absence

by a member of the Board of Directors, to be chosen at the meeting.

(b) The General Manager shall, under the direction of the Board of Directors, make all arrangements for the holding of all exhibitions. He shall see that the grounds and buildings are prepared and ready for use at the proper time, provide a sufficient quantity of fodder for live stock, fuel for Machinery Hall and other engines, and have all the necessary properties and equipment ready for the exhibition. He shall, under the direction of the Board of Directors and various Committees, attend to the arrangement of each department, and decide all matters, such as the President and Vice-President, acting in his absence, may not consider of sufficient importance to warrant him in calling a full meeting of the Board of Directors to determine, and in such case report at the next meeting of the Board. He shall prepare and recommend to the Board of Directors a programme for the carrying out of all exhibitions, which the Board may from time to time determine to hold, and report as to the staff of assistants, clerks, servants and workmen necessary for each such exhibition, and generally perform all such duties as usually devolve on such an officer, under the direction or subject to the approval of the Board of Directors, and further do and perform all such acts, matters and things as may be required of him by any By-law or resolution or order of the said Board of Directors, in connection with his said office of General Manager.

(c) The Secretary shall attend and be present at all meetings of the Association and Directors, and keep a

faithful record of the transactions and proceedings of the Association and of the Board of Directors at all such meetings, in a book or books, which shall be open to the inspection of the members of the Association at all reasonable times, at each annual meeting of the Association, and whenever he shall be so required by the Board of Directors; he shall, as such Secretary, make written report of the proceedings and condition of the Association, he shall issue all notices and perform all such other duties as devolve upon such officer by the Act of Incorporation of the said Association or the By-Laws thereof, and by the lawful orders of the Board of Directors of the Association.

Treasurer

(d) The Treasurer shall receive and safely keep all moneys and valuable papers of the Association. He shall cause to be entered in books kept for that purpose a correct statement of all moneys received and disbursed on account of the Association, which books shall be open at all reasonable times to the inspection of the members thereof, at the annual meeting of the Association, and at such other times as he may be required to do so by the Board of Directors. The Treasurer shall present a complete statement of the receipts and disbursements of the Association at the last meeting for the year of the Board of Directors, in which shall be shown the expenses of management, under separate and distinct heads, and shall perform such other duties as may be required of him in connection with the finances of the Association by the Act of Incorporation and by the By-Laws thereof, and the lawful orders and resolutions of the Board of Directors.

All funds of the Association shall be deposited to the credit of the Association in one of the chartered banks of the Dominion of Canada, to be selected by the Board of Directors, and all payments thereout shall be made by cheque drawn on such bank by the Treasurer of the Association, and countersigned by the President thereof. In the absence of the Treasurer the cheque shall be signed by the President and Manager, and in the absence of the President by either of the Vice-Presidents, the Treasurer or Manager, or other person duly authorized by the Board of Directors, and acting for them or in their absence. The Treasurer shall, before entering upon the duties of his office, furnish a bond to the said Association in the sum of five thousand dollars, conditioned for the faithful discharge of his duties as Treasurer and financial officer of the Association. The said bond to be given by some Guarantee Company to be approved of by the said Board of Directors.

Deposit of
Funds in
Chartered
Bank

Signing of
Cheques

(c) The Auditors shall annually examine and report upon all accounts affecting the Association, or relating to any matters under its control, or within its jurisdiction, for the year ending on the thirty-first day of December next preceding each annual meeting. They shall also prepare an abstract of the receipts and expenditure, assets and liabilities of the Association, and also shall verify the detailed statement to be annually presented by the Treasurer in such form as the Directors may require, and report in duplicate upon all the accounts audited by them, and make a special report of any expenditure made contrary to the Act of Incorporation of the Association, or by the By-Laws thereof.

and generally do and perform all acts devolving upon Auditors, or which may be required by the said Directors.

(g) The Committees named in Section 11 of this By-law shall, under the direction of the General Manager and Board of Directors, make all arrangements for and have the control of all exhibits in their respective departments at all exhibitions of the Association, but the Board of Directors shall decide upon the amount of prizes to be offered, and all other expenditures in connection with the Association upon reports from the respective Committees.

20. These By-Laws may be altered or amended at any regular or special meeting of the Board of Directors, called for that purpose, by a majority vote of the whole number of Directors, notice in writing having been given to each of the contemplated change.

21. The former By-Laws of the Association, passed by the Board of Directors on the 20th of March, 1900, shall be and are hereby repealed.

TORONTO, December 16th, 1904.

J. C. ORR,

Manager and Secretary

W. K. McNAUGHT,

President.

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